

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

OrgHarvest Inc..

A Delaware Corporation

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SIC code 1114

**Annual Report as Amended
For the Period Ending:
December 31, 2019**

As of December 31, 2019, the number of shares outstanding of our Common Stock was:
50,262,572

As of September 30, 2019, the number of shares outstanding of our Common Stock was: 49,430,666

As of December 31, 2018, the number of shares outstanding of our Common Stock was: 43,138,162.

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933 and Rule 12b-2 of the Exchange Act of 1934):

Yes: ☐ No: ☒ (Double-click and select "Default Value" to check)

Indicate by check mark whether the company's shell status has changed since the previous reporting period:

Yes: ☐ No: ☒

Indicate by check mark whether a Change in Control¹ of the company has occurred over this reporting period:

Yes: ☐ No: ☒

¹ "Change in Control" shall mean any events resulting in:

(i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;

(ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;

(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or

(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

1) Name of the issuer and its predecessors (if any)

In answering this item, please also provide any names used by predecessor entities in the past five years and the dates of the name changes.

On May 14, 2018 the Issuer's name was changed to OrgHarvest, Inc.

Date and state (or jurisdiction) of incorporation (also describe any changes to incorporation since inception, if applicable) Please also include the issuer's current standing in its state of incorporation (e.g. active, default, inactive):

The Company was incorporated on September 2, 1997 in the state of Delaware as 1-800 AutoTow, Inc. On September 15, 2006, the Company changed its name to Home Shopping Latino, Inc The Issuer is active.

Has the issuer or any of its predecessors ever been in bankruptcy, receivership, or any similar proceeding in the past five years?

Yes: ☐ No: ☒

2) Security Information

Trading symbol:	<u>ORGH</u>	
Exact title and class of securities outstanding:	<u>Common Shares</u>	
CUSIP:	<u>43735R201</u>	
Par or stated value:	<u>\$0.001</u>	
Total shares authorized:	<u>500,000,000</u>	as of date: <u>December 31, 2019</u>
Total shares outstanding:	<u>50,262,572</u>	as of date: <u>December 31, 2019</u>
Number of shares in the Public Float ² :	<u>7,096,732</u>	as of date: <u>December 31, 2019</u>
Total number of shareholders of record:	<u>378</u>	as of date: <u>December 31, 2019</u>

Additional class of securities (if any):

Trading symbol:		
Exact title and class of securities outstanding:	<u>Preferred</u>	
CUSIP:	<u>43735R303</u>	
Par or stated value:	<u>\$0.001</u>	
Total shares authorized:	<u>10,000,000</u>	as of date: <u>December 31, 2019</u>
Total shares outstanding:	<u>0</u>	as of date: <u>December 31, 2019</u>

Transfer Agent

Name: ClearTrust, LLC
Phone: 813 235 4490
Email: inbox@cleartrusttransfer.com

Is the Transfer Agent registered under the Exchange Act?³ Yes: ☒ No: ☐

Describe any trading suspension orders issued by the SEC concerning the issuer or its predecessors:

² "Public Float" shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a "control person"), or any affiliates thereof, or any immediate family members of officers, directors and control persons.

³ To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

None

List any stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:

The Company entered into a Stock Purchase Agreement with First Seed Farms with an effective date of November 22, 2019. First Seed Farms will purchase controlling interest in the Company and the transaction should close by the end of January 2020.

3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any direct changes to the total shares outstanding of any class of the issuer's securities **in the past two completed fiscal years and any subsequent interim period**.

Disclosure under this item shall include, in chronological order, all offerings and issuances of securities, including debt convertible into equity securities, whether private or public, and all shares or any other securities or options to acquire such securities issued for services. Using the tabular format below, please describe these events.

A. Changes to the Number of Outstanding Shares

Check this box to indicate there were no changes to the number of outstanding shares within the past two completed fiscal years and any subsequent periods: ☐

Number of Shares outstanding as of January 1, 2018	Opening Balance: Common: 82,363,162 Preferred: 10,000,000		*Right-click the rows below and select "Insert" to add rows as needed.						
<u>[Date of Beginning of Second Most Recent Completed Fiscal Year]</u>	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) OR Nature of Services Provided (if applicable)	Restricted or Unrestricted as of this filing?	Exemption or Registration Type?
February 16, 2018	New issuance	130,000	Common	\$0.25	No	Nelson Auguliar	PPM	Restricted	Registration Type
February 16, 2018	New issuance	130,000	Common	\$0.25	No	Julia Fraley	PPM	Restricted	Registration Type
May 14, 2018	New issuance	50,000	Common	\$0.25	No	Rick Snelson	PPM	Restricted	Registration Type
May 14, 2018	New issuance	50,000	Common	\$0.25	No	Carlos Calixto	PPM	Restricted	Registration Type
October 16, 2018	New issuance	435,000	Common	\$0.25	No	StockVest/ Vincent Smith	PPM	Restricted	Registration Type
December 18, 2018	New Issuance	115,000	Common	\$0.25	No	Thomas Eagle	Services	Unrestricted	Registration A
March 5, 2019	New issuance	50,000	Common	\$0.05	Yes	James W. Adams	Loan Conversion	Restricted	Registration Type

<u>March 5, 2019</u>	<u>New Issuance</u>	<u>50,000</u>	<u>Common</u>	<u>\$0.05</u>	<u>Yes</u>	<u>Dean Ruffridge</u>	<u>Loan Conversion</u>	<u>Restricted</u>	<u>Registration Type</u>
<u>March 31, 2019</u>	<u>New Issuance</u>	<u>2,500,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Deneen Sedlack</u>	<u>Cash and Service Reg A</u>	<u>Unrestricted</u>	<u>Registration A</u>
<u>March 31, 2019</u>	<u>New Issuance</u>	<u>2,500,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Christine Williamson</u>	<u>Cash and Service Reg A</u>	<u>Unrestricted</u>	<u>Registration A</u>
<u>March 31, 2019</u>	<u>New Issuance</u>	<u>20,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>William Van Week</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Registration A</u>
<u>June 25, 2019</u>	<u>New Issuance</u>	<u>125,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Grant Calloway</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Registration A</u>
<u>August 1, 2019 *</u>	<u>Cancelled New Issuance</u>	<u>125,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Grant Calloway</u>		<u>Unrestricted</u>	<u>Registration A</u>
<u>August 9, 2019</u>	<u>New Issuance</u>	<u>40,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Baybridge Capital Fund LP</u> <u>David Price</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Registration A</u>
<u>August 9, 2019</u>	<u>New Issuance</u>	<u>100,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Eagle Equities, LLC</u> <u>Yakov Borenstein</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Registration A</u>
<u>August 9, 2019</u>	<u>New Issuance</u>	<u>10,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Taleb Damaree</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Registration A</u>
<u>August 9, 2019</u>	<u>New Issuance</u>	<u>2,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Leathia Williams</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Registration A</u>
<u>August 9, 2019</u>	<u>New Issuance</u>	<u>2,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>George Spates</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Registration A</u>
<u>August 9, 2019</u>	<u>New Issuance</u>	<u>4,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Cynthia Scurry Brooklyn</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Registration A</u>
<u>August 9, 2019</u>	<u>New Issuance</u>	<u>10,004</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Franklin Smith</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Registration A</u>
<u>August 13, 2019 *</u>	<u>Cancelled New Issuance</u>	<u>115,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Thomas Eagle</u>		<u>Unrestricted</u>	<u>Registration A</u>
<u>August 15, 2019</u>	<u>New Issuance</u>	<u>20,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Roberta Lynn</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Registration A</u>
<u>August 28, 2019</u>	<u>New Issuance</u>	<u>2,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Rebecca Taddei</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Registration A</u>
<u>August 28, 2019</u>	<u>New Issuance</u>	<u>4,500</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Lisa Gansky Living Trust</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Registration A</u>
<u>August 28, 2019</u>	<u>New Issuance</u>	<u>10,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Bradley Short</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Registration A</u>

<u>August 28, 2019</u>	<u>New Issuance</u>	<u>2,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Dedra Truitt</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Registration A</u>
<u>September 3, 2019</u>	<u>New Issuance</u>	<u>4,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Terrance Pollard</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Registration A</u>
<u>September 19, 2019</u>	<u>New Issuance</u>	<u>2,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Marshall Blumenthal</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Registration A</u>
<u>September 19, 2019</u>	<u>New Issuance</u>	<u>4,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Cleaster Hogan</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Registration A</u>
<u>September 19, 2019</u>	<u>New Issuance</u>	<u>2,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Soraya Powell</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Registration A</u>
<u>September 19, 2019</u>	<u>New Issuance</u>	<u>2,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>William Smith</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Registration A</u>
<u>September 19, 2019</u>	<u>New Issuance</u>	<u>10,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Charles Nwachukwu</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Registration A</u>
<u>September 19, 2019</u>	<u>New Issuance</u>	<u>3,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Jeremy Lawson</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Registration A</u>
<u>September 19, 2019</u>	<u>New Issuance</u>	<u>2,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Anthony Doss</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Registration A</u>
<u>September 19, 2019</u>	<u>New Issuance</u>	<u>4,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Linda Satcher</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Registration A</u>
<u>September 19, 2019</u>	<u>New Issuance</u>	<u>8,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Deo Cobb</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Registration A</u>
<u>September 19, 2019</u>	<u>New Issuance</u>	<u>10,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Leslie Richardson</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Registration A</u>
<u>September 25, 2019</u>	<u>New Issuance</u>	<u>120,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Baybridge Capital Fund LP</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Registration A</u>
<u>November 1, 2019</u>	<u>New Issuance</u>	<u>100,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Ranno Revocable Living Trust</u> <u>Carl P. and Kristine Ranno Trustees</u>	<u>Services</u>	<u>Unrestricted</u>	<u>Registration A</u>
<u>November 14, 2019</u>	<u>New Issuance</u>	<u>8,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Willie J. Duckett Jr.</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Registration A</u>
<u>November 14, 2019</u>	<u>New Issuance</u>	<u>4,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Eric B. McLendon</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Registration A</u>
<u>November 14, 2019</u>	<u>New Issuance</u>	<u>10,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Augustin Smith</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Registration A</u>
<u>November 14, 2019</u>	<u>New Issuance</u>	<u>2,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Chieh-Wei Chiu</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Registration A</u>
<u>November 14, 2019</u>	<u>New Issuance</u>	<u>6,600</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Ajene Watson</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Registration A</u>

<u>November 22, 2019</u>	<u>New Issuance</u>	<u>120,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Baybridge Capital Fund LP</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Registration A</u>
<u>November 22, 2019</u>	<u>New Issuance</u>	<u>60,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Ajene Watson</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Registration A</u>
<u>November 27, 2019</u>	<u>New Issuance</u>	<u>59,306</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Stockvest Vincent Smith</u>	<u>Service</u>	<u>Restricted</u>	<u>Registration Type</u>
<u>November 27, 2019</u>	<u>New Issuance</u>	<u>20,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Ryan Celecia</u>	<u>Grant</u>	<u>Restricted</u>	<u>Registration Type</u>
<u>November 27, 2019</u>	<u>New Issuance</u>	<u>20,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Casey Celecia</u>	<u>Grant</u>	<u>Restricted</u>	<u>Registration Type</u>
<u>December 4, 2019</u>	<u>New Issuance</u>	<u>200,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Baybridge International Ltd.</u> <u>David Mann</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Registration A</u>
<u>December 4, 2019</u>	<u>New Issuance</u>	<u>120,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Baybridge Capital Fund LP</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Registration A</u>
<u>December 12, 2019</u>	<u>New Issuance</u>	<u>8,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Adam H. Raucci</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Registration A</u>
<u>December 12, 2019</u>	<u>New Issuance</u>	<u>10,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Thomas Eagle</u>	<u>Services</u>	<u>Unrestricted</u>	<u>Registration A</u>
<u>December 12, 2019</u>	<u>New Issuance</u>	<u>4,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>David Smith</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Registration A</u>
<u>December 17, 2019</u>	<u>New Issuance</u>	<u>4,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Robert Benton</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Registration A</u>
<u>December 17, 2019</u>	<u>New Issuance</u>	<u>60,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Dean S. Cohen</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Registration A</u>
<u>December 17, 2019</u>	<u>New Issuance</u>	<u>8,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Upstate Business Consultants</u> <u>Ron Pratt</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Registration A</u>
<u>December 17, 2019</u>	<u>New Issuance</u>	<u>4,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Anthony Shatto</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Registration A</u>
<u>December 17, 2019</u>	<u>New Issuance</u>	<u>4,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Jean-Louis Couturier</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Registration A</u>
Shares Outstanding on <u>December 31, 2019:</u>	Ending Balance: Common: <u>50,262,572</u> Preferred: <u>10,000,000</u>								

Example: A company with a fiscal year end of December 31st, in addressing this item for its quarter ended December 31, 2018, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2016 through December 31, 2018 pursuant to the tabular format above.

Use the space below to provide any additional details, including footnotes to the table above:

*Indicates non-payment after shares were issued

B. Debt Securities, Including Promissory and Convertible Notes

Use the chart and additional space below to list and describe any issuance of promissory notes, convertible notes or convertible debentures **in the past two completed fiscal years and any subsequent interim period.**

Check this box if there are no outstanding promissory, convertible notes or debt arrangements: ☐

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder	Reason for Issuance (e.g. Loan, Services, etc.)
<u>12/31/2008</u>	<u>\$1,083,751</u>	<u>\$1,083,751</u>	<u>\$0</u>	<u>Open</u>	<u>Payment Upon Reg A Funding</u>	<u>Frank Celecia</u>	<u>Loans/Service</u>
<u>01/01/2018</u>	<u>\$17,062.50</u>	<u>\$15,000.00</u>	<u>\$2,062.50</u>	<u>Open</u>	<u>Promissory Note</u>	<u>James W. Adams</u>	<u>Loan</u>
<u>01/01/2018</u>	<u>\$17,062.50</u>	<u>\$15,000.00</u>	<u>\$2,062.50</u>	<u>Open</u>	<u>Promissory Note</u>	<u>Dean Ruffridge</u>	<u>Loan</u>

Use the space below to provide any additional details, including footnotes to the table above:

4) Financial Statements

A. The following financial statements were prepared in accordance with:

- ☒ U.S. GAAP
☐ IFRS

B. The financial statements for this reporting period were prepared by (name of individual)⁴:

Name: Ashok Kumar Sharma
Title: Accountant
Relationship to Issuer: Consultant

Provide the financial statements described below for the most recent fiscal year or quarter. For the initial disclosure statement (qualifying for Pink Current Information for the first time) please provide reports for the two previous fiscal years and any subsequent interim periods.

- C. Balance sheet;
D. Statement of income;
E. Statement of cash flows;
F. Statement of Changes in Shareholders Equity

⁴ The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

- G. Financial notes; and
- H. Audit letter, if audited

You may either (i) attach/append the financial statements to this disclosure statement or (ii) file the financial statements through OTCIQ as a separate report using the appropriate report name for the applicable period end. ("Annual Report," "Quarterly Report" or "Interim Report").

If you choose to publish the financial statements in a separate report as described above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to OTCIQ in the field below.

The revised Financial Statements are incorporated by references and were posted to OTCIQ on January 17, 2020 for the period ending December 31, 2019.

Financial statement information is considered current until the due date for the subsequent report (as set forth in the qualifications section above). To remain qualified for Current Information, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of each fiscal quarter-end date.

5) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. In answering this item, please include the following:

- A. Summarize the issuer's business operations (If the issuer does not have current operations, state "no operations")

The Company is in the developmental stage.

- B. Describe any subsidiaries, parents, or affiliated companies, if applicable, and a description of their business contact information for the business, officers, directors, managers or control persons. Subsidiary information may be included by reference

There are no subsidiary companies. The Company entered into an agreement wherein it will own 51% of a company to be formed, however that company has not been activated and has no operations

- C. Describe the issuers' principal products or services, and their markets

The company has plans to become leader in recreational marijuana industry of USA and provide high-quality cannabis to retail marijuana stores, manufacturing and other cultivation facilities in Las Vegas, Reno and the surrounding areas. The company will not only strive to provide high-quality cannabis but also produce it in the most sustainable manner.

6) Issuer's Facilities

The goal of this section is to provide a potential investor with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer, give the location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership or control of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership.

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases.

The offices of the Company are located at 774 mays Blvd.,10-536 Incline Village, Nevada, 89451 a property rented by the CEO.

7) Officers, Directors, and Control Persons

The goal of this section is to provide an investor with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant or beneficial shareholders.

Using the tabular format below, please provide information regarding any person or entity owning 5% or more of the issuer, as well as any officer, and any director of the company, regardless of the number of shares they own. **If any listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information of an individual representing the corporation or entity in the note section.**

Name of Officer/Director and Control Person	Affiliation with Company (e.g. Officer/Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
<u>Frank Celecia</u>	<u>CEO and Director</u>	<u>Incline Village/Nevada</u>	<u>27,358,37</u>	<u>Common</u>	<u>56%</u>	13,000,000 shares held jointly with his wife Joanne
<u>James Adams</u>	<u>Director</u>	<u>Lake of the Ozarks/Arkansas</u>	<u>603,875</u>	<u>Common</u>	<u><5%</u>	
<u>Dean Cohen</u>	<u>Director</u>	<u>Newbern/North Carolina</u>	<u>180,001</u>	<u>Common</u>	<u><5%</u>	
<u>Joanne Celecia</u>	<u>Owner of More Than 5%</u>	<u>Incline Village/Nevada</u>	<u>6,435,680</u>	<u>Common</u>	<u>15%</u>	

8) Legal/Disciplinary History

A. Please identify whether any of the persons listed above have, in the past 10 years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

None

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;

None

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or

None

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred, suspended, or otherwise limited such person's involvement in any type of business or securities activities.

None

- B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

None

9) Third Party Providers

Please provide the name, address, telephone number and email address of each of the following outside providers:

Securities Counsel

Name: Carl P. Ranno
Firm: Carl P. Ranno Attorney at Law
Address 1: 2733 East Vista Dr., Phoenix, AZ 85032
Address 2: _____
Phone: 602 493 0369
Email: carlranno@cox.net

Accountant or Auditor

Name: Ashok Kumar Sharma
Firm: QBO Pro Advsorl CPAI Consultant
Address 1: 12 Sarawati Road, Jaipur, India
Address 2: _____
Phone: 415 236 1305
Email: mwssages@notifications.frelancer.com

Investor Relations Consultant NONE

Name: _____
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

Other Service Providers

Provide the name of any other service provider(s), including, counsel, advisor(s) or consultant(s) **that assisted, advised, prepared or provided information with respect to this disclosure statement**, or provided assistance or services to the issuer during the reporting period.

Name: _____
Firm: _____
Nature of Services: _____
Address 1: _____
Address 2: _____

Phone: _____
Email: _____

Name: _____
Firm: _____
Nature of Services: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

10) Issuer Certification

Principal Executive Officer:

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles but having the same responsibilities).

The certifications shall follow the format below:

I, Frank Celecia certify that:

1. I have reviewed this Annual report of OrgHarvest, Inc.
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

January 23, 2020

/s/ Frank Celecia

President/CEO

I, Frank Celecia certify that:

1. I have reviewed this Annual report of OrgHarvest, Inc;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

January 23, 2020

/s/ Frank Celecia

Principal Financial Officer: